

ABX AIR INC  
Form 8-K  
February 16, 2005

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington D.C., 20549

**Form 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date Of Report (Date Of Earliest Event Reported): 02/10/2005**

**ABX AIR, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Commission File Number: 000-50368**

**DE**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**91-1091619**  
(I.R.S. Employer  
Identification No.)

**145 Hunter Drive, Wilmington, OH 45177**  
(Address of Principal Executive Offices, Including Zip Code)

**(937) 382-5591**  
(Registrant's Telephone Number, Including Area Code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act(17CFR240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))
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Items to be Included in this Report

**Item 5.05. Amendments to the Registrant's Code of Ethics, or Waiver of a Provision of the Code of Ethics**

On February 10, 2005, the Registrant amended its code of ethics pertaining to its senior financial officers for the purpose of clarifying certain provisions therein, including the procedure pursuant to which the General Counsel will report violations or suspected violations of law or the code to the Audit Committee.

A copy of the amended code of ethics is attached hereto as Exhibit 14.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits

Exhibit No.	Description
14	Code of Ethics for the CEO and CFO of ABX Air, Inc.

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**Signature(s)**

Pursuant to the Requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the Undersigned hereunto duly authorized.

ABX AIR, INC.

Date: February 16, 2005.

By: /s/ W. Joseph Payne

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W. Joseph Payne  
Vice President, General Counsel & Secretary

**Exhibit Index**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
EX-14.	Code of Ethics for CEO and CFO of ABX Air, Inc.